

Exhibit B

From: [Asher, Monica](#)
To: [Saenz, Andres](#); [Levander, Samuel](#); [Kratenstein, Andrew](#)
Cc: [Rosenthal, Jeffrey A.](#); [Schweitzer, Lisa M.](#); [Vicens, Elizabeth \(Lisa\)](#); [Balter, Emily](#); [Mgaloblishvili, Leila](#); [Wright, Katerina](#)
Subject: RE: In re Application of Vale S.A., Vale Holdings B.V., and Vale International S.A.
Date: Tuesday, August 3, 2021 3:38:17 PM
Attachments: [Signa Stip re Protective Order \(8-3\).docx](#)

Andres,

Attached please find a proposed stipulation extending the protective order to include Signa. Please sign and return and we will sign and file with the Court. We will revert on the proposed search terms.

You asked us to confirm the scope of the business relationship between SIGNA Holding GmbH and its affiliates (collectively, SIGNA) and the Benny Steinmetz or its affiliates (collectively, BSG). SIGNA has confirmed the following:

In 2012, BSG- affiliated companies and SIGNA-affiliated companies established a joint venture in relation to the investment, holding, and operation of certain properties and operations of the Karstadt group business, one of the largest German retail and department store companies.

In 2012 and 2013, the BSG/SIGNA joint venture acquired some 20 properties located in Germany, which were leased to the Karstadt group as main tenant. By agreement signed in September 2013, the BSG/SIGNA joint venture acquired 75.1 % of Karstadt Premium GmbH and Karstadt Sports GmbH – both part of the department store business of the Karstadt group – from companies controlled by Nicolas Berggruen (Berggruen). A call option to acquire 75.1 % of Karstadt Warenhaus GmbH was also granted to the BSG/SIGNA joint venture. In connection with the same transaction, companies controlled by Nicolas Berggruen acquired 24.9% of certain Karstadt properties from the BSG/SIGNA joint venture.

By agreement dated April 30, 2014, the BSG/SIGNA joint venture on the one side and certain Berggruen companies on the other side agreed to terminate the joint venture in relation to the holding of Karstadt properties and Karstadt department store operations. As a consequence of this termination, the department store operations as well as the Karstadt real estate portfolio were fully taken over by BSG and SIGNA.

The parties to the BSG/SIGNA Joint Venture agreed to terminate the joint venture by agreement dated December 14/15, 2014. In the context of the termination, the Karstadt real estate portfolio was split up between the joint venturers. SIGNA took over full ownership of the Karstadt department store business. The joint venture agreements were terminated effective as of April 9, 2015. Accordingly, the business relationship between SIGNA and BSG ended at that time.

Vale has alleged that BSG or its affiliates invested in the Chrysler Building, which was purchased by entities affiliated with SIGNA and RFR Holding LLC in 2019. The Chrysler Building transaction occurred well after the end of the SIGNA/BSG business relationship. BSG was not involved in the Chrysler Building transaction and has no investment in the Chrysler Building.

MONICA S. ASHER

Partner

McDermott Will & Emery LLP One Vanderbilt Avenue, New York, NY 10017-3852

Tel +1 212 547 5706 **Email** MAsher@mwe.com

[Biography](#) | [Website](#) | [vCard](#) | [Twitter](#) | [LinkedIn](#)

Nancy Salzano, Assistant to Monica S. Asher

Tel +1 212 547 5487 **Email** nsalzano@mwe.com

**** We have moved. Please note our new address (above). ****

From: Saenz, Andres <asaenz@cgsh.com>

Sent: Monday, August 2, 2021 11:34 AM

To: Asher, Monica <MAsher@mwe.com>; Levander, Samuel <slevander@cgsh.com>; Kratenstein, Andrew <AKratenstein@mwe.com>

Cc: Rosenthal, Jeffrey A. <jrosenthal@cgsh.com>; Schweitzer, Lisa M. <lschweitzer@cgsh.com>; Vicens, Elizabeth (Lisa) <evicens@cgsh.com>; Balter, Emily <ebalter@cgsh.com>; Mgaloblishvili, Leila <lmgaloblishvili@cgsh.com>; Wright, Katerina <kawright@cgsh.com>

Subject: RE: In re Application of Vale S.A., Vale Holdings B.V., and Vale International S.A.

[External Email]

Andrew, Monica,

We wanted to reach out to see whether you had any updates regarding the below. We are happy to put a meet and confer on the calendar for later this week if that works for you.

-Andres

Andres Saenz

Cleary Gottlieb Steen & Hamilton LLP

Assistant: cvalenti@cgsh.com

One Liberty Plaza, New York NY 10006

T: +1 212 225 2804

asaenz@cgsh.com | clearygottlieb.com

From: Saenz, Andres

Sent: Friday, July 23, 2021 3:16 PM

To: Asher, Monica <MAsher@mwe.com>; Levander, Samuel <slevander@cgsh.com>; Kratenstein, Andrew <AKratenstein@mwe.com>

Cc: Rosenthal, Jeffrey A. <jrosenthal@cgsh.com>; Schweitzer, Lisa M. <lschweitzer@cgsh.com>; Vicens, Elizabeth (Lisa) <evicens@cgsh.com>; Balter, Emily <ebalter@cgsh.com>; Mgaloblishvili, Leila <lmgaloblishvili@cgsh.com>; Wright, Katerina <kawright@cgsh.com>

Subject: RE: In re Application of Vale S.A., Vale Holdings B.V., and Vale International S.A.

Andrew, Monica,

As discussed on our meet and confer on Wednesday, please find below and attached a summary of the proposed next steps regarding Vale's Subpoena.

1. **GDPR:** Production of documents (electronic and hard-copy) located in the EU on Signa's servers can be made to Cleary's UK office, applying the same GDPR-compliant methodology used by RFR in this same matter. Please confirm whether the EU location is Germany or Austria. We attach here the [UK adequacy decision](#) discussed on our call. We expect that this will enable the speedy transfer of the Memorandum of Understanding, loan documents, contracts, and other Steinmetz-Signa joint venture documents that you noted can be produced within 30 days of the date of service of the subpoena, and prior to full negotiation of search terms on electronic communications (next item below).
2. **Search Terms for E-Comms Review.** Please find attached a list of keyword search terms that we propose to run across all electronic communications data for the relevant time period (2010 to present). For the avoidance of doubt, these terms should not be limited to sender and recipient fields, but should be run as full text searches. We are happy to discuss modification of search terms based on hit counts should you find that there are large numbers of potential false hits.
3. **Written Representations.** Please provide to us in writing those representations we discussed on the call.

Vale reserves all rights.

Best,

-Andres

Andres Saenz
Cleary Gottlieb Steen & Hamilton LLP
Assistant: cvalenti@cgsh.com
One Liberty Plaza, New York NY 10006
T: +1 212 225 2804
asaenz@cgsh.com | clearygottlieb.com

From: Asher, Monica [<mailto:MAsher@mwe.com>]
Sent: Thursday, July 15, 2021 8:49 PM
To: Levander, Samuel <slevander@cgsh.com>; Kratenstein, Andrew <AKratenstein@mwe.com>
Cc: Rosenthal, Jeffrey A. <jrosenthal@cgsh.com>; Saenz, Andres <asaenz@cgsh.com>; Schweitzer, Lisa M. <lschweitzer@cgsh.com>; Vicens, Elizabeth (Lisa) <evicens@cgsh.com>; Balter, Emily <ebalter@cgsh.com>; Mgaloblishvili, Leila <lmgaloblishvili@cgsh.com>
Subject: RE: In re Application of Vale S.A., Vale Holdings B.V., and Vale International S.A.

Sam,

Our responses are in red below.

MONICA S. ASHER
Partner

McDermott Will & Emery LLP 340 Madison Avenue, New York, NY 10173-1922
Tel +1 212 547 5706 Email MAsher@mwe.com

[Biography](#) | [Website](#) | [vCard](#) | [Twitter](#) | [LinkedIn](#)

Nancy Salzano, Assistant to Monica S. Asher
Tel +1 212 547 5487 Email nsalzano@mwe.com

****We are moving! Effective July 19, 2021, our new address will be:
One Vanderbilt Avenue, New York, NY, 10017 ****

From: Levander, Samuel <slevander@cgsh.com>
Sent: Thursday, July 15, 2021 1:04 PM
To: Kratenstein, Andrew <AKratenstein@mwe.com>; Asher, Monica <MAsher@mwe.com>
Cc: Rosenthal, Jeffrey A. <jrosenthal@cgsh.com>; Saenz, Andres <asaenz@cgsh.com>; Schweitzer, Lisa M. <lschweitzer@cgsh.com>; Vicens, Elizabeth (Lisa) <evicens@cgsh.com>; Balter, Emily <ebalter@cgsh.com>; Mgaloblishvili, Leila <lmgaloblishvili@cgsh.com>
Subject: RE: In re Application of Vale S.A., Vale Holdings B.V., and Vale International S.A.

[External Email]

Andrew, Monica,

Thank you very much for the call earlier this week. We write to follow up on a few points:

1. You proposed that you would accept service on behalf of Signa Chrysler Holding LLC ("Signa US") if you could have 30 days to respond to the subpoena. We confirm that Vale agrees to this proposal.

Signa US will respond to the subpoena by August 16.

2. Please send us a version of the Protective Order executed by Signa US. Vale will treat Signa US as a party to the Protective Order when you do so.

Will do.

3. Please make any further productions of documents from European servers to Cleary London. To confirm, does either Signa US or any other Signa entity have documents on servers in the U.S.?

No Signa entity has servers in the US.

Finally, please let us know if you are available for a follow-up call on the scope of Signa's production next week. Are you available Wednesday (7/21) between 12pm-2pm or Thursday (7/22) from 1:30pm-4pm?

Please send an invite for Wednesday.

Best regards,

Sam

Samuel Levander

Cleary Gottlieb Steen & Hamilton LLP

Assistant: mdigiaro@cgsh.com

One Liberty Plaza, New York NY 10006

T: +1 212 225 2951

slevander@cgsh.com | clearygottlieb.com

From: Kratenstein, Andrew <AKratenstein@mwe.com>

Sent: Friday, July 9, 2021 11:22 AM

To: Levander, Samuel <slevander@cgsh.com>; Asher, Monica <MAsher@mwe.com>; Eliopoulos, Elias <eeeliopoulos@mwe.com>

Cc: Rosenthal, Jeffrey A. <jrosenthal@cgsh.com>; Saenz, Andres <asaenz@cgsh.com>; Schweitzer, Lisa M. <lschweitzer@cgsh.com>; Vicens, Elizabeth (Lisa) <evicens@cgsh.com>; Balter, Emily <ebalter@cgsh.com>; Mgaloblishvili, Leila <lmgaloblishvili@cgsh.com>

Subject: RE: In re Application of Vale S.A., Vale Holdings B.V., and Vale International S.A.

Sam,

We have done some diligence and would like to discuss with you. You have Monica's and my availability from our email to Andres.

Andrew

ANDREW B. KRATENSTEIN

Partner

McDermott Will & Emery LLP 340 Madison Avenue, New York, NY 10173-1922

Tel +1 212 547 5695 **Mobile** +1 646 338 4881 **Email** akratenstein@mwe.com

[Biography](#) | [Website](#) | [vCard](#) | [Twitter](#) | [LinkedIn](#)

****We are moving! Effective July 19, 2021, our new address will be:**

One Vanderbilt Avenue, New York, NY, 10017 **

From: Levander, Samuel <slevander@cgsh.com>

Sent: Friday, July 9, 2021 10:40 AM

To: Kratenstein, Andrew <AKratenstein@mwe.com>; Asher, Monica <MAsher@mwe.com>; Eliopoulos, Elias <eeeliopoulos@mwe.com>

Cc: Rosenthal, Jeffrey A. <jrosenthal@cgsh.com>; Saenz, Andres <asaenz@cgsh.com>; Schweitzer, Lisa M. <lschweitzer@cgsh.com>; Vicens, Elizabeth (Lisa) <evicens@cgsh.com>; Balter, Emily <ebalter@cgsh.com>; Mgaloblishvili, Leila <lmgaloblishvili@cgsh.com>

Subject: RE: In re Application of Vale S.A., Vale Holdings B.V., and Vale International S.A.



[External Email]

Andrew, Monica,

Following up on this – please confirm whether you accept service on behalf of Signa Chrysler Holding LLC.

Best,
Sam

Samuel Levander

Cleary Gottlieb Steen & Hamilton LLP
Assistant: mdigiaro@cgsh.com
One Liberty Plaza, New York NY 10006
T: +1 212 225 2951
slevander@cgsh.com | clearygottlieb.com

From: Levander, Samuel <slevander@cgsh.com>

Sent: Tuesday, June 29, 2021 7:15 PM

To: Kratenstein, Andrew <AKratenstein@mwe.com>; Asher, Monica <MAsher@mwe.com>;
Eliopoulos, Elias <eeeliopoulos@mwe.com>
Cc: Rosenthal, Jeffrey A. <jrosenthal@cgsh.com>; Saenz, Andres <asaenz@cgsh.com>; Schweitzer, Lisa M. <lschweitzer@cgsh.com>; Vicens, Elizabeth (Lisa) <evicens@cgsh.com>; Balter, Emily <ebalter@cgsh.com>; Mgaloblishvili, Leila <lmgaloblishvili@cgsh.com>

Subject: RE: In re Application of Vale S.A., Vale Holdings B.V., and Vale International S.A.

Andrew,

Thank you for the quick response. If you agree to accept service, we would be happy to discuss a reasonable time to respond.

Best,
Sam

Samuel Levander

Cleary Gottlieb Steen & Hamilton LLP
Assistant: mdigiaro@cgsh.com
One Liberty Plaza, New York NY 10006
T: +1 212 225 2951
slevander@cgsh.com | clearygottlieb.com

From: Kratenstein, Andrew <AKratenstein@mwe.com>

Sent: Tuesday, June 29, 2021 6:10 PM

To: Levander, Samuel <slevander@cgsh.com>; Asher, Monica <MAsher@mwe.com>; Eliopoulos, Elias <eeeliopoulos@mwe.com>
Cc: Rosenthal, Jeffrey A. <jrosenthal@cgsh.com>; Saenz, Andres <asaenz@cgsh.com>; Schweitzer, Lisa M. <lschweitzer@cgsh.com>; Vicens, Elizabeth (Lisa) <evicens@cgsh.com>; Balter, Emily

<ebalter@cgsh.com>; Levy, Jennifer <jlevy@cgsh.com>; Mgaloblishvili, Leila <imgaloblishvili@cgsh.com>

Subject: RE: In re Application of Vale S.A., Vale Holdings B.V., and Vale International S.A.

Sam,

Monica and I will be handling. I still need to discuss logistics etc. with Signa as we just learned we are being retained. We expect to do that soon and will get back to you. Will you agree on an extension to respond if we agree to accept service?

Thanks,

ANDREW B. KRATENSTEIN

Partner

McDermott Will & Emery LLP 340 Madison Avenue, New York, NY 10173-1922

Tel +1 212 547 5695 **Mobile** +1 646 338 4881 **Email** akratenstein@mwe.com

[Biography](#) |

This message is being sent from a law firm and may contain confidential or privileged information. If you are not the intended recipient, please advise the sender immediately by reply e-mail and delete this message and any attachments without retaining a copy.

Throughout this communication, "Cleary Gottlieb" and the "firm" refer to Cleary Gottlieb Steen & Hamilton LLP and its affiliated entities in certain jurisdictions, and the term "offices" includes offices of those affiliated entities. Our external privacy statement is available at: <https://www.clearygottlieb.com/footer/privacy-statement>